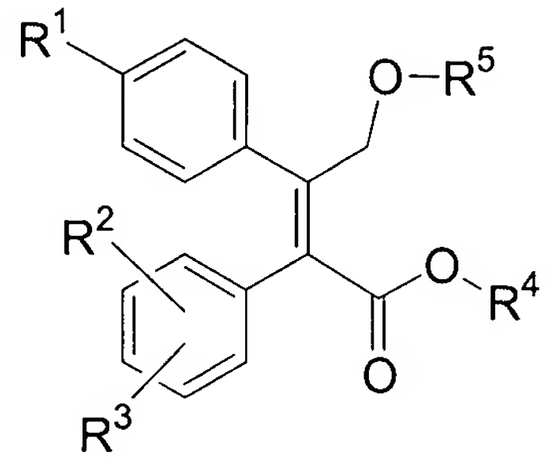
Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (original) A compound of Formula I



I

or a pharmaceutically acceptable salt thereof, wherein

R^1 is selected from the group consisting of:

(a) $S(O)_2CH_3$,
(b) $S(O)_2NH_2$,
(c) $S(O)_2NHC(O)CF_3$,
(d) $S(O)(NH)CH_3$,
(e) $S(O)(NH)NH_2$,
(f) $S(O)(NH)NHC(O)CF_3$,
(g) $P(O)(CH_3)OH$, and
(h) $P(O)(CH_3)NH_2$;

R^2 and R^3 each are independently selected from the group consisting of:

(a) hydrogen,
(b) halo,
(c) C_{1-6}alkoxy,
(d) C_{1-6}alkylthio,
(e) CN,
(f) CF_3,
(g) C_{1-6}alkyl, and

(h) N_3;

R^4 is selected from the group consisting of

(a) hydrogen,

(b) C_{1-6}alkyl, optionally substituted with 1-3 substituents independently selected from the group consisting of:

(i) halo,

(ii) phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6,

(iii) $N(R^i)R^{ii}$, wherein R^i and R^{ii} are each independently selected from the group consisting of hydrogen and C_{1-4}alkyl,

(iv) $-CO_2R^{iii}$, wherein R^{iii} is hydrogen or C_{1-4}alkyl,

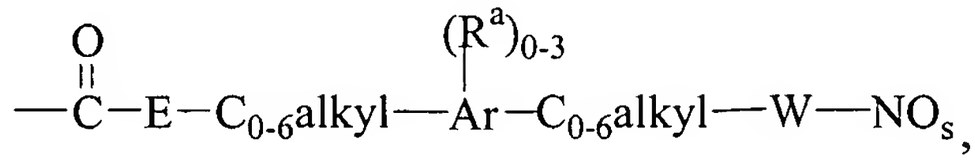
(c) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^5 is selected from the group consisting of:

(a) $-NO_S$,

(b) $-C(O)-E-C_{1-10}$alkyl-W-NO_S,

(c)



wherein:

each s is independently 1 or 2,

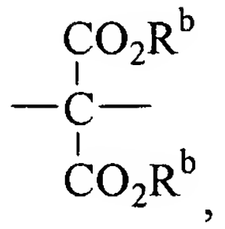
E is a bond, oxygen, sulfur or –C(O)-O-,

each W is independently selected from the group consisting of:

(1) oxygen,

(2) sulfur,

(3)



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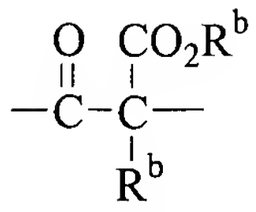


,

Ar is selected from the group consisting of: phenyl, naphthyl and HET^3,

each R^a is independently selected from the group consisting of:

(1) halo,
(2) C_{1-6}alkyl,
(3) C_{1-6}alkoxy,
(4) C_{1-6}alkylthio,
(5) OH,
(6) CN,
(7) CF_3,
(8) CO_2R^7, and
(9) C_{0-6}alkyl-W-NO_S;

each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

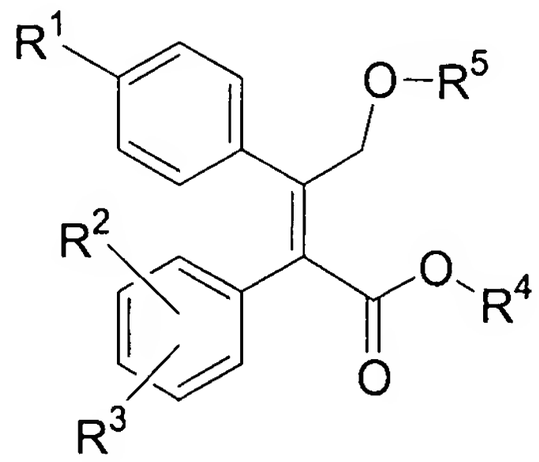
R^6, R^7 and R^8 are each independently selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^1, HET^2, HET^3, HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl,

hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

2. (original) A compound according to Claim 1 of Formula I



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or a pharmaceutically acceptable salt thereof, wherein

R^1 is selected from the group consisting of:

(a) $S(O)_2CH_3$,
(b) $S(O)_2NH_2$,
(c) $S(O)_2NHC(O)CF_3$,
(d) $S(O)(NH)CH_3$,
(e) $S(O)(NH)NH_2$,
(f) $S(O)(NH)NHC(O)CF_3$,
(g) $P(O)(CH_3)OH$, and
(h) $P(O)(CH_3)NH_2$;

R^2 and R^3 each are independently selected from the group consisting of:

(a) hydrogen,
(b) halo,
(c) C_{1-6}alkoxy,
(d) C_{1-6}alkylthio,
(e) CN,

(f) CF_3,

(g) C_{1-6}alkyl, and

(h) N_3;

R^4 is selected from the group consisting of

(a) hydrogen,

(b) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

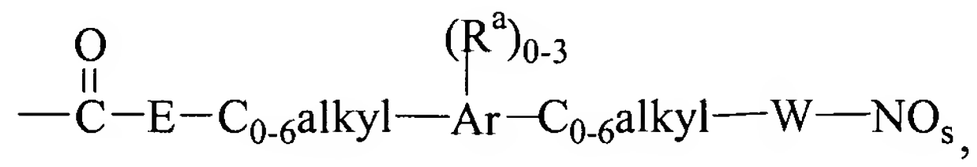
(c) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^5 is selected from the group consisting of:

(a) $-NO_s$,

(b) $-C(O)-E-C_{1-10}alkyl-W-NO_s$,

(c)



wherein:

each s is independently 1 or 2,

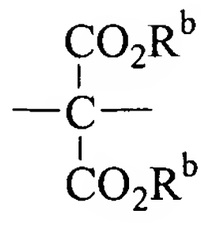
E is a bond, oxygen, sulfur or –C(O)-O-,

each W is independently selected from the group consisting of:

(1) oxygen,

(2) sulfur,

(3)



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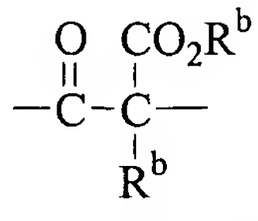


Ar is selected from the group consisting of: phenyl, naphthyl and HET^3,

each R^a is independently selected from the group consisting of:

(1) halo,
(2) C_{1-6}alkyl,
(3) C_{1-6}alkoxy,
(4) C_{1-6}alkylthio,
(5) OH,
(6) CN,
(7) CF_3,
(8) CO_2R^7, and
(9) C_{0-6}alkyl-W-NO_S;

each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^6, R^7 and R^8 are each independently selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^1, HET^2, HET^3, HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl,

dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

3. (original) The compound according to Claim 2 wherein

R^1 is $S(O)_2CH_3$, and

R^2 and R^3 are both hydrogen.

4. (original) The compound according to Claim 3 wherein:

R^4 is C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^1 is selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

5. (original) The compound according to Claim 4 wherein R^4 is methyl, ethyl, propyl or isopropyl.

6. (original) The compound according to Claim 3 wherein:

R^4 is phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^2 is selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

7. (original) The compound according to Claim 3 wherein R^5 is $-NO_S$, wherein s is 1 or 2.

8. (original) The compound according to Claim 3 wherein R^5 is -C(O)-E-C_{1-10}alkyl-W-NO_S, wherein:

s is 1 or 2,

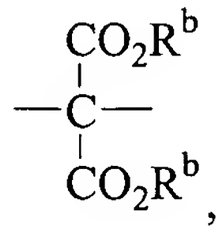
E is a bond, oxygen, sulfur or –C(O)-O-,

W is selected from the group consisting of:

(1) oxygen,

(2) sulfur,

(3)



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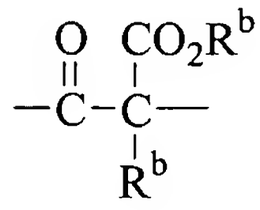

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each R^b is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^8 is selected from the group consisting of

(a) hydrogen and

(b) C_{1-6}alkyl; and

HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl,

dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

9. (original) The compound according to Claim 8 wherein:

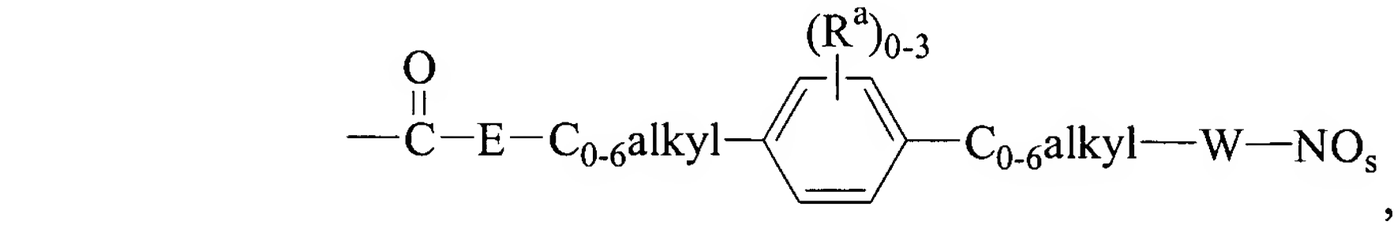
E is a bond or oxygen;

s is 2;

W is oxygen; and

R^4 is hydrogen, methyl, ethyl, propyl or isopropyl.

10. (original) The compound according to Claim 3 wherein R^5 is



,

wherein:

each s independently 1 or 2,

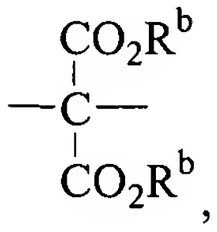
E is a bond, oxygen, sulfur or –C(O)-O-,

each W is independently selected from the group consisting of:

(1) oxygen,

(2) sulfur,

(3)



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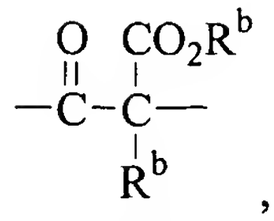


each R^a is independently selected from the group consisting of:

(1) halo,
(2) C_{1-6}alkyl,
(3) C_{1-6}alkoxy,
(4) C_{1-6}alkylthio,
(5) OH,
(6) CN,
(7) CF_3,
(8) CO_2R^7, and
(9) C_{0-6}alkyl-W-NO_S;

each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

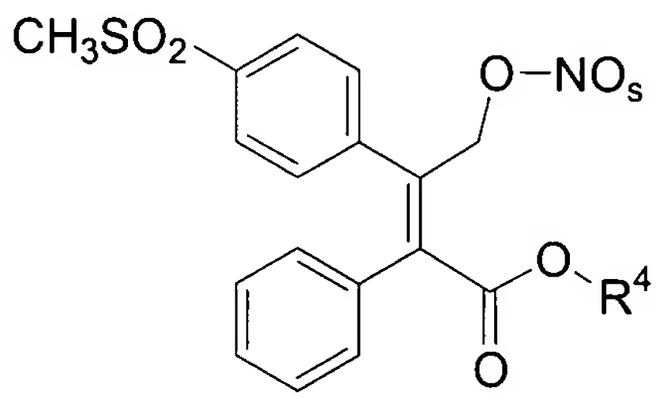
R^7 and R^8 is selected from the group consisting of

(a) hydrogen and
(b) C_{1-6}alkyl; and

HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl,

pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

11. (original) A compound according to Claim 2 of Formula II



II

or a pharmaceutically acceptable salt thereof, wherein

R^4 is selected from the group consisting of:

(a) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

(b) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

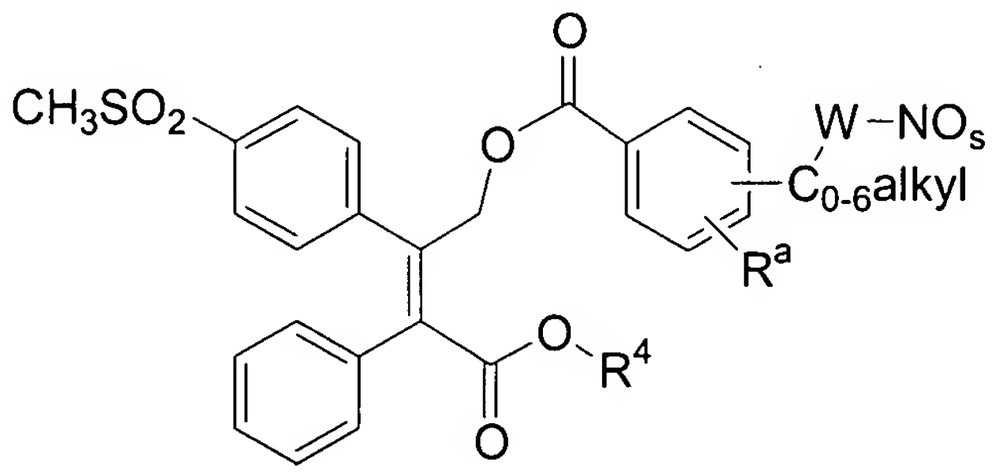
(a) hydrogen and
(b) C_{1-6}alkyl;

s is 1 or 2; and

HET^1 and HET^2 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

12. - 14. (canceled)

15. (original) A compound according to Claim 2 of Formula III



III

or a pharmaceutically acceptable salt thereof, wherein

R^4 is selected from the group consisting of:

(a) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or

HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

(b) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

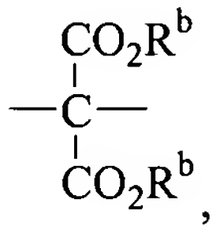
(a) hydrogen,
(b) C_{1-6}alkyl;

R^a is hydrogen or C_{0-6}alkyl-W-NO_s.

each s is independently 1 or 2,

each W is independently selected from the group consisting of:

(1) oxygen,
(2) sulfur,
(3)



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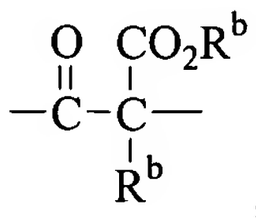
(4)



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each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

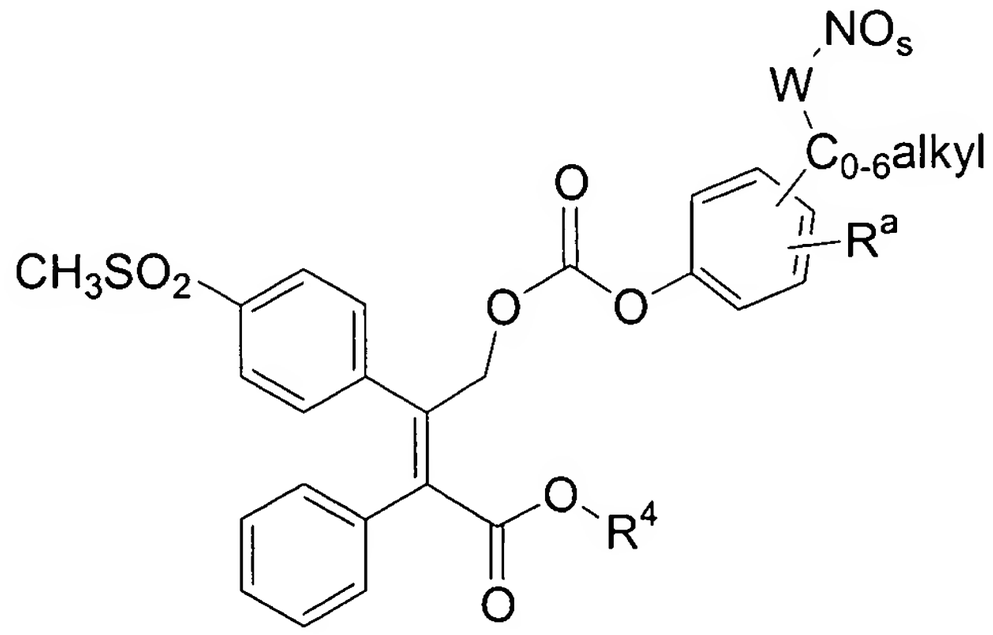
R^8 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^1, HET^2, HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

16.-19. (canceled)

20. (original) A compound according to Claim 2 of Formula IV



IV

or a pharmaceutically acceptable salt thereof, wherein

R^4 is selected from the group consisting of:

(a) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

(b) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

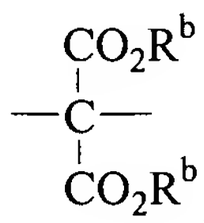
(a) hydrogen,
(b) C_{1-6}alkyl;

R^a is hydrogen or C_{0-6}alkyl-W-NO_s.

each s is independently 1 or 2;

each W is independently selected from the group consisting of:

(1) oxygen,
(2) sulfur,
(3)



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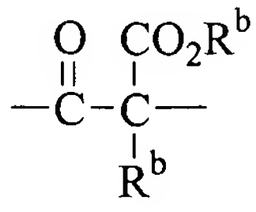
(4)



,

each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

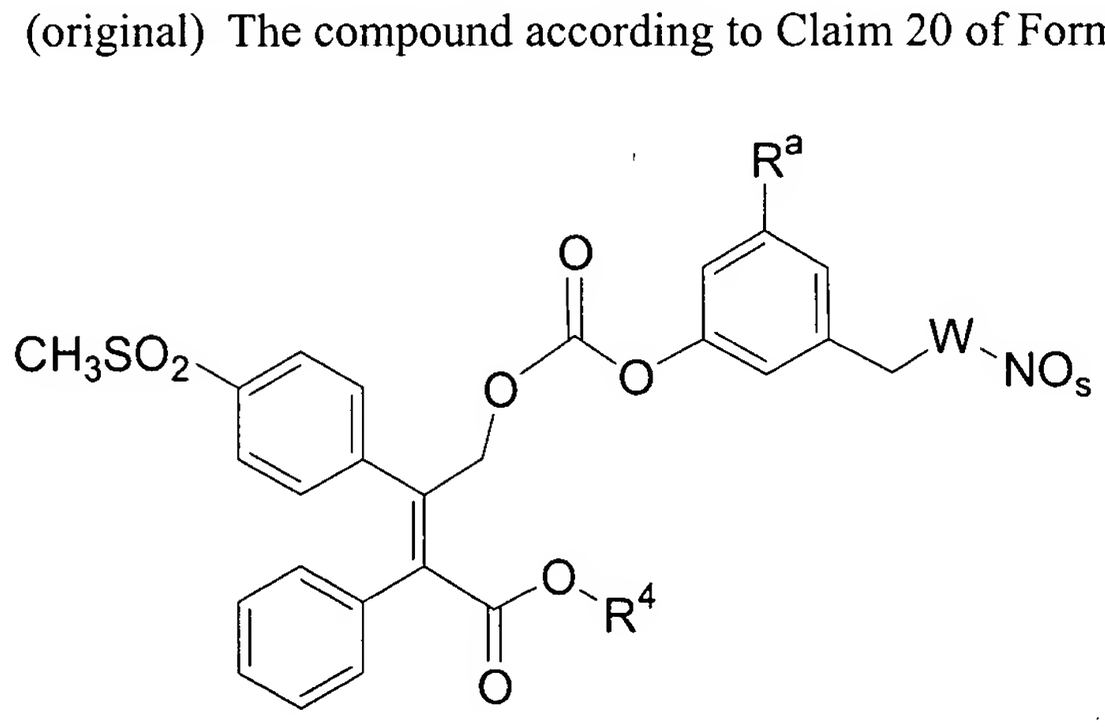
(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^8 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^1, HET^2, HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

21. (original) The compound according to Claim 20 of Formula IVa



IVa

or a pharmaceutically acceptable salt thereof, wherein

R^4 is selected from the group consisting of:

(a) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

(b) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

(a) hydrogen,

(b) C_{1-6}alkyl;

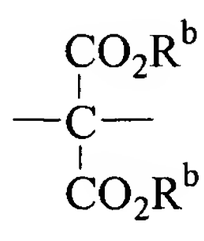
R^a is hydrogen or C_{0-6}alkyl-W-NO_s.

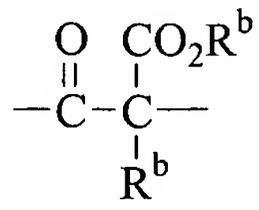
each s is independently 1 or 2;

each W is independently selected from the group consisting of:

(1) oxygen,

(2) sulfur,

(3)  ,

(4)  ,

each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently

selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^8 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

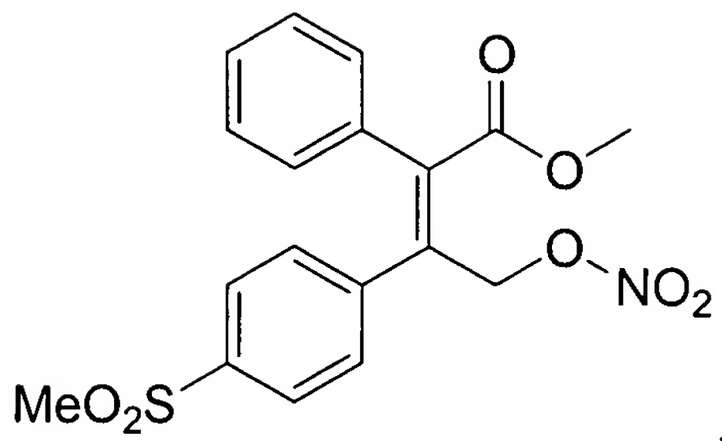
HET^1, HET^2, HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

22.-25. (canceled)

26. The compound according to Claim 1 wherein: R^4 is C_{1-6}alkyl, mono-substituted with

(i) $N(R^i)R^{ii}$, wherein R^i and R^{ii} are each independently selected from the group consisting of hydrogen and C_{1-4}alkyl or
(ii) $-CO_2R^{iii}$, wherein R^{iii} is hydrogen or C_{1-4}alkyl.

27. A compound selected from the following group:



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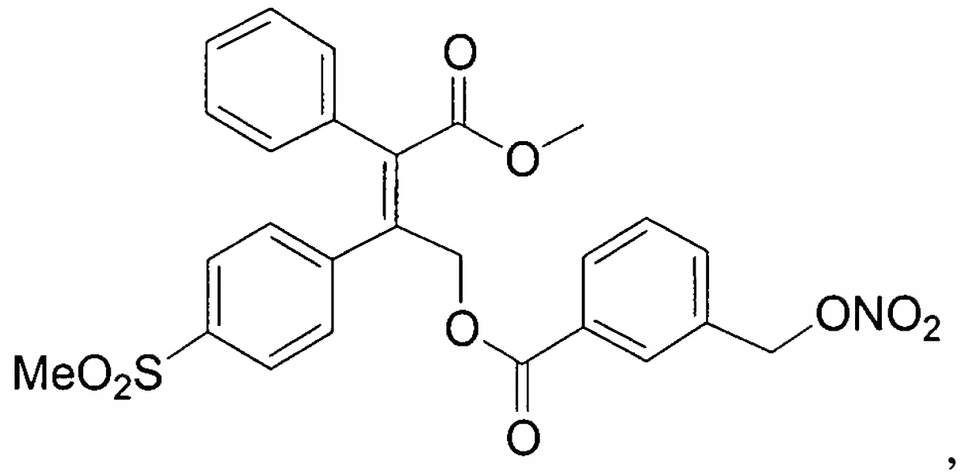

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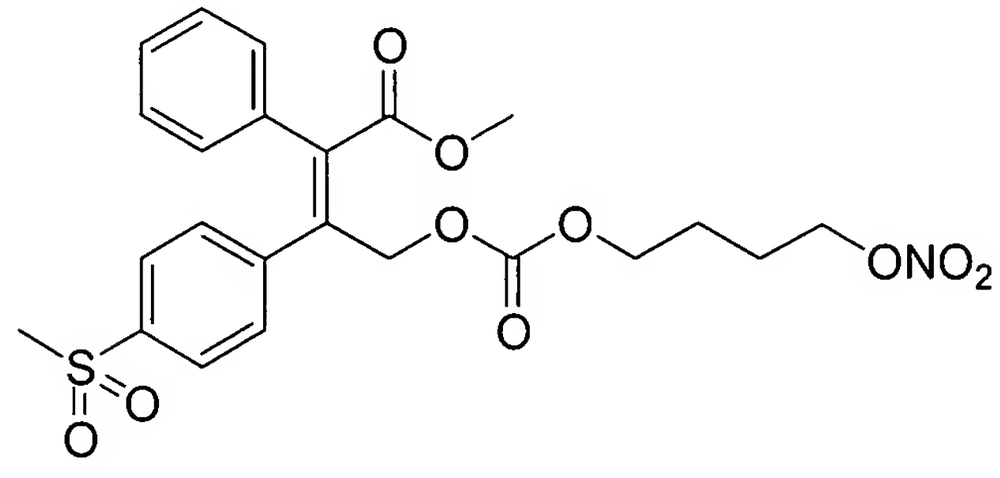

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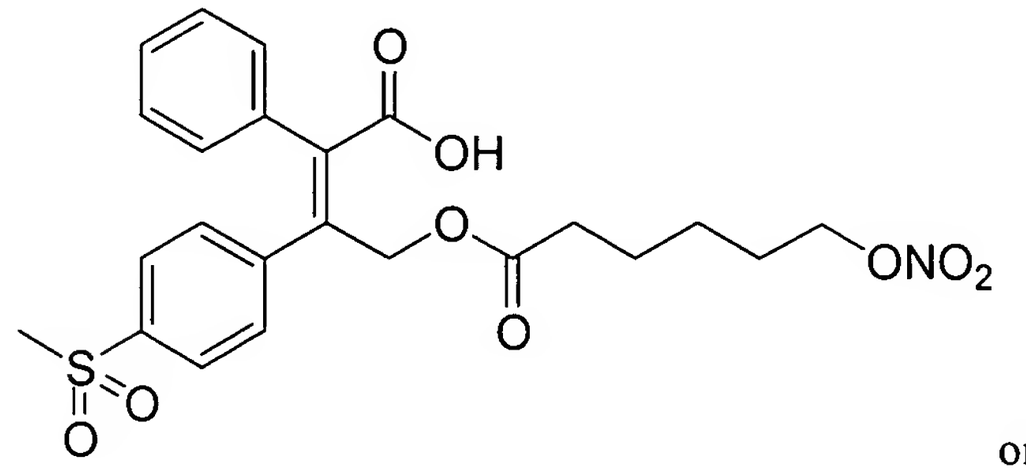
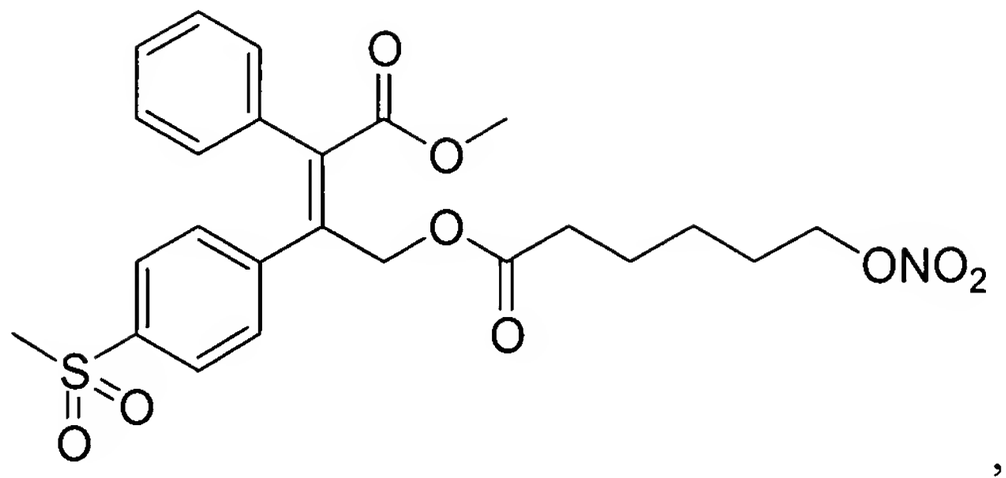


or a pharmaceutically acceptable salt thereof,



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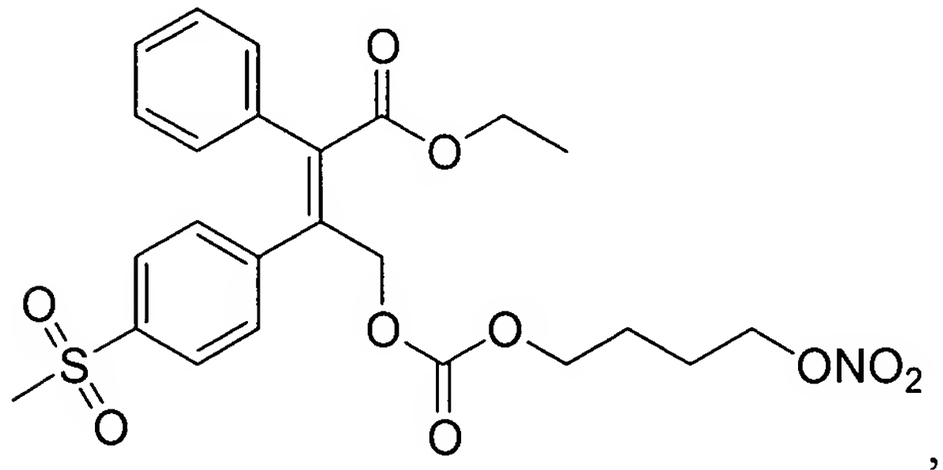

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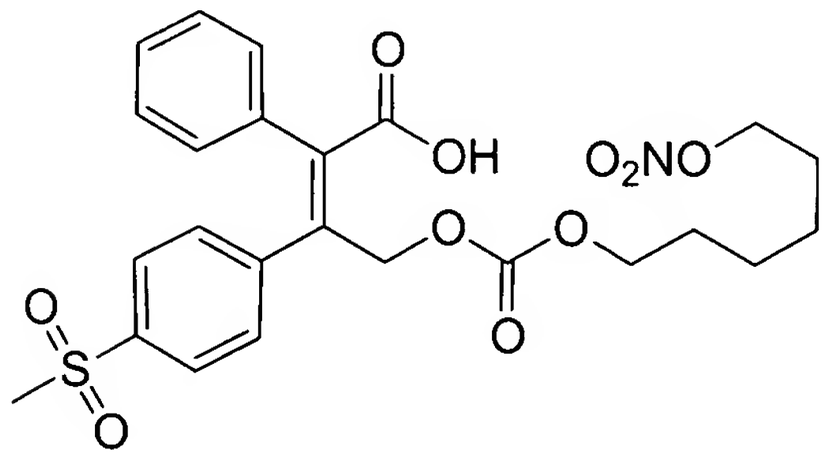
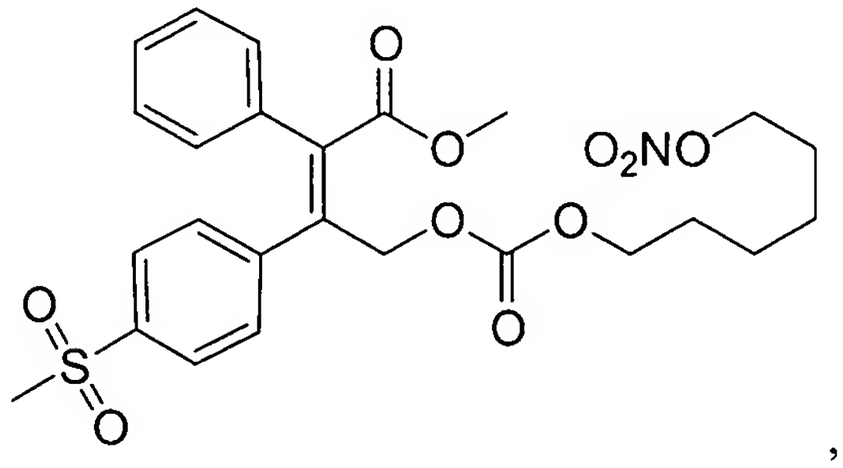


or a pharmaceutically acceptable salt thereof,



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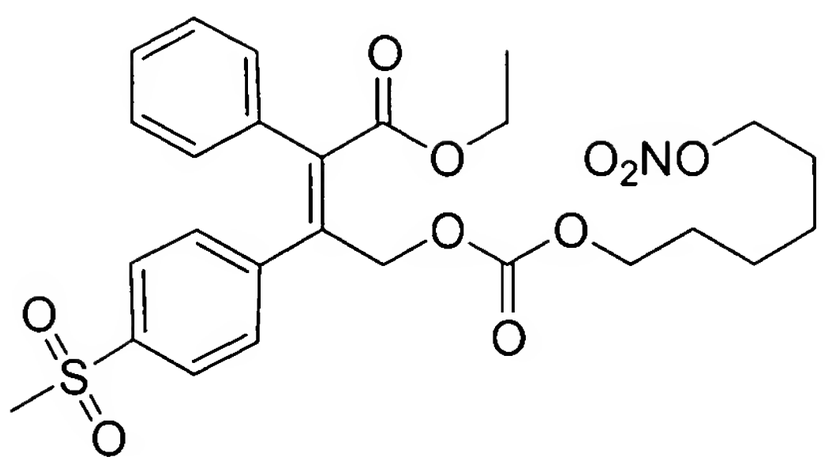

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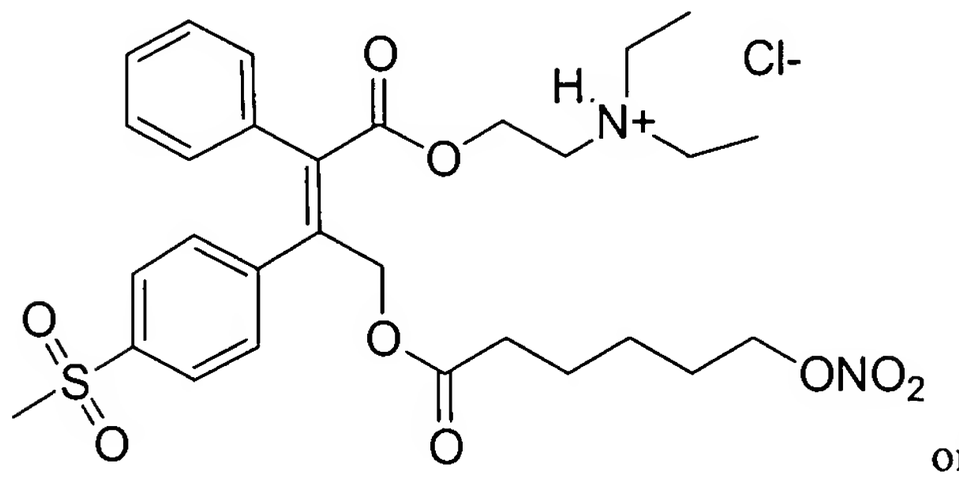
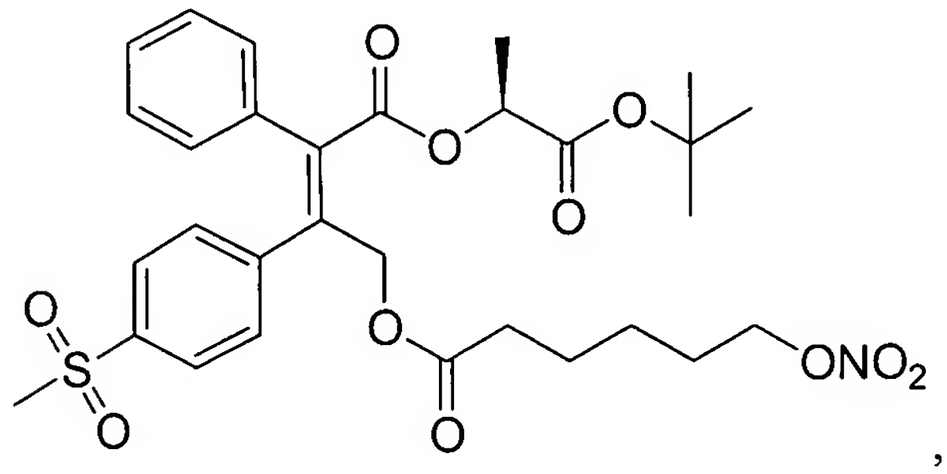


or a pharmaceutically acceptable salt thereof,



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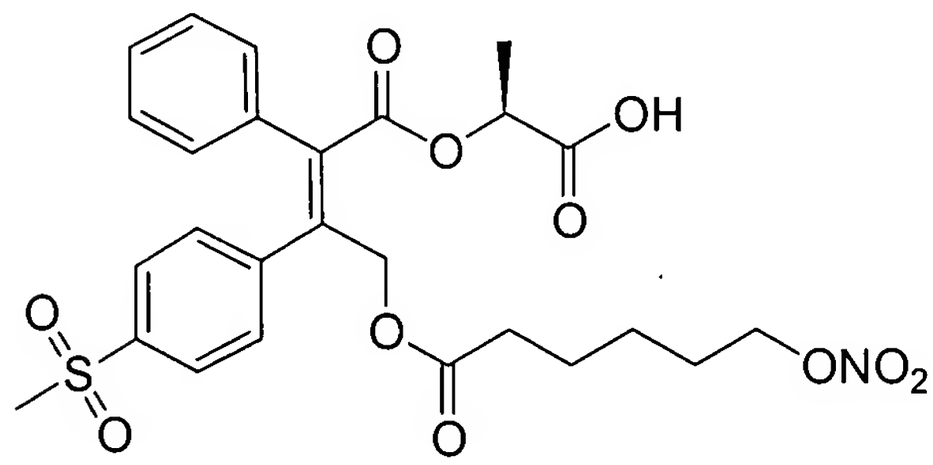
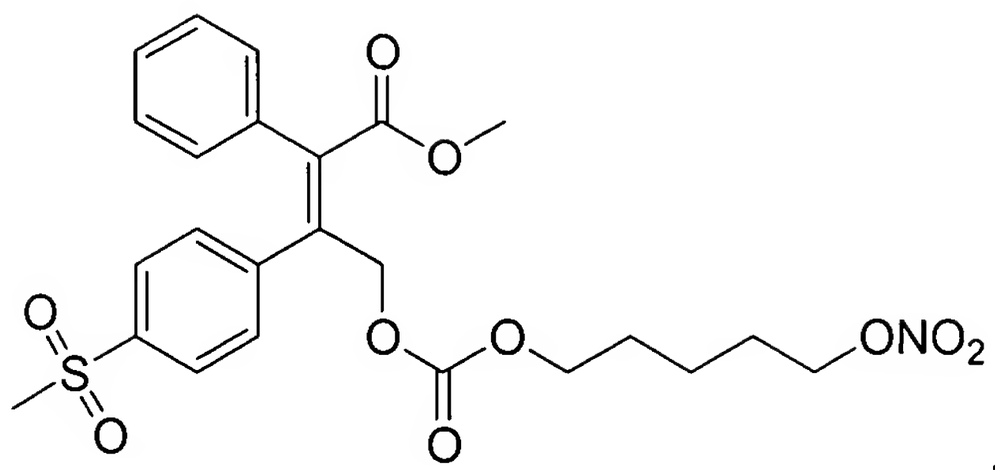


or a pharmaceutically acceptable salt thereof,



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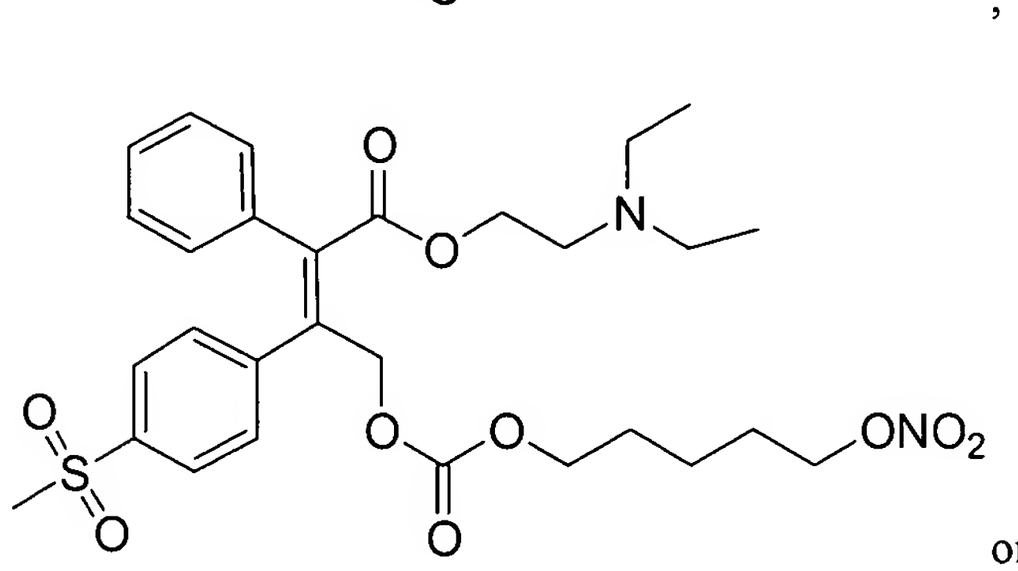
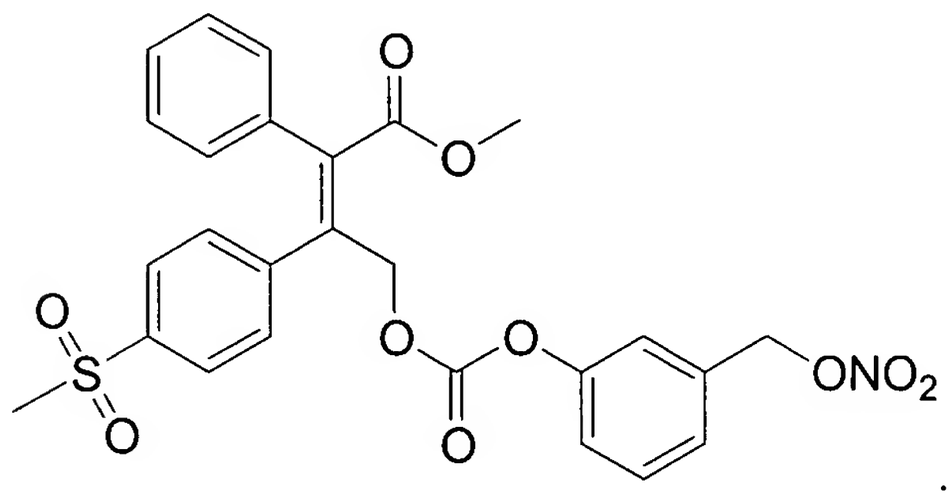


or a pharmaceutically acceptable salt thereof, and



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28.-31. (canceled)

32. A method for treating a chronic cyclooxygenase-2 mediated disease or condition and reducing the risk of a thrombotic cardiovascular event in a human patient in need of such treatment and at risk of a thrombotic cardiovascular event comprising orally concomitantly or sequentially administering to said patient a compound according to Claim 1 in an amount effective to treat the cyclooxygenase-2 mediated disease or condition and aspirin in an amount effective to reduce the risk of the thrombotic cardiovascular event.

33.-40. (canceled)

41. (currently amended) A pharmaceutical composition comprising a compound of formula I according to ~~any one of claims~~ claim 1 ~~to 27~~, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

42. – 44. (canceled)